(Official F06-10354-brl Doc 1 Filed 03/03/06 Entered 03/03/06 11:00:25 Main Document

(Official Form 1) (10/03)			of 22			
	United Sta	ates Bankruptcy C	ourt		Voluntary Petition	
		District of New Y			•	
Name of Debtor (if individual, enter Last,	First Middle):		Name of Joint Debtor (Spouse)	(Last_First Middle)		
Dana Corporation	i iist, middie).		Traine of some Bestor (Spouse)	(Dast, 1 hst Middle).		
All Other Names used by the Debtor in the last 8 years		All Other Names used by the Jo		8 years		
(include married, maiden, and trade name	s):		(include married, maiden, and to	rade names):		
Last four digits of Soc. Sec./Complete EIN one, state all):	N or other Tax I	.D. No. (if more than	Last four digits of Soc. Sec./Comone, state all):	mplete EIN or other I	lax I.D. No. (if more than	
34-4361040			one, state any.			
Street Address of Debtor (No. & Street, C	ity, State & Zip	Code):	Street Address of Joint Debtor (No. & Street, City, ar	nd State):	
4500 Dorr Street						
Toledo, Ohio						
Toledo, Ollio		ZIPCODE: 43615	-		ZIPCODE	
County of Residence or of the Principal P	lace of Rusines		County of Residence or of the F	Principal Place of Rus	zinecc.	
Lucas	face of Dusines.	3.	County of Residence of of the f	The part face of Bus	micss.	
Mailing Address of Debtor (if different fro	om street addres	ss):	Mailing Address of Debtor (if d	lifferent from street ac	ddress):	
		ZIPCODE:			ZIPCODE	
Location of Principal Assets of Business I	Debtor (if differ	ent from street address a	bove):			
See Schedule 1 Attached					ZIPCODE	
	N T .	er.	Ci , cp			
Type of Debtor (Form of Organization) (Check one box.)		re of Business Il applicable boxes.)		ankruptcy Code Und ion is Filed (Check of		
☐ Individual (includes Joint Debtors)	☐ Health Care	• •		·	•	
Corporation (includes LLC and LLP)		t Real Estate as defined in	☐ Chapter 7 ☑ Chapter 1 ☐ Chapter 9 ☐ Chapter 1		15 Petition for Recognition eign Main Proceeding	
☐ Partnership	11 U.S.C. §	101 (51B)	☐ Chapter 13		15 Petition for Recognition	
☐ Other (If debtor is not one of the above	☐ Railroad			of a Forei	eign Nonmain Proceeding	
entities, check this box and provide the information requested below.)	☐ Stockbroker		Nature	of Debts (Check one	box)	
State type of entity:	☐ Commodity ☐ Clearing Ba		☐ Consumer/Non-Business	■ Business		
		rganization qualified under	- Consumer/14on-Dusiness	E Dusiness		
	26 U.S.C. §			Chapter 11 Debtors		
Filing Fee (Ch	eck one box)		Check one box:			
Full Filing Fee attached			1	☐ Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D).		
Filing Fee to be paid in installments (A Must attach signed application for the			Debtor is not a small busine	ess debtor as defined in	in 11 U.S.C. § 101(51D).	
debtor is unable to pay fee except in ir			Check if:			
Form 3A.			Debtor's aggregate noncont affiliates are less than \$2 mi		ts owed to non-insiders or	
☐ Filing Fee waiver requested (Applicab attach signed application for the court						
Statistical/Administrative Information			.4	TH	HIS SPACE IS FOR COURT	
■ Debtor estimates that funds will be available.					USE ONLY	
Debtor estimates that, after any exemple for distribution to unsecured creditors		cluded and administrati	ve expenses paid, there will be no	funds available		
	·	1,000 5,001	10,001- 25,001- 50,001	- OVER		
Estimated Number 1- 50- 10 of Creditors 49 99 19		1,000- 5,001- 5,000 10,000	10,001- 25,001- 50,001 25,000 50,000 100,00	1		
				×		
Estimated Assets	##00 001 ·	# 1000.001	0.001			
\$0 to \$50,001 to \$100,001 to \$50,000 \$100,000 \$500,000	\$500,001 to \$1 million			fore than 0 million		
				×		
Estimated Debts						
\$0 to \$50,001 to \$100,001 to \$50,000 \$100.000 \$500.000	\$500,001 to \$1 million			ore than 0 million		

Note - The estimated assets and debts indicated herein are estimated on a consolidated basis for the Debtor and its debtor and non-debtor subsidiaries and affiliates. The Debtor will file schedules and a statement of financial affairs pursuant to Fed. R. Bankr. P. 1007(c) by a date to be determined by this Court.

(Official Form 17 107554-brl Doc 1 Filed 03/03/06 Entered 03/03/06 11:00:25 Main Document Page 2 Voluntary Petition (This page must be completed and filed in every case) **Dana Corporation** Prior Bankruptcy Case Filed Within Last 6 Years (If more than one, attach additional sheet) Date Filed: Case Number: Location N/A Where Filed: None Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet) Date Filed: Case Number: Name of Debtor: Date hereof Pending See Schedule 1 Attached Relationship: Judge: District: **Affiliate** Southern District of New York Exhibit B Exhibit A (To be completed if debtor is an individual whose debts are primarily consumer debts.) (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission I, the attorney for the petitioner named in the foregoing petition, declare that I have informed pursuant to Section 13 or 15(d) of the Securities Exchange Act of the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United 1934 and is requesting relief under chapter 11.) States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by § 342(b) of the Bankruptcy Code. Exhibit A is attached and made a part of this petition. Signature of Attorney for Debtor(s) Date **Certification Concerning Debt Counseling** Exhibit C By Individual/Joint Debtor(s) Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public ☐ I/we have received approved budget and credit counseling during the 180-day period health or safety? preceding the filing of this petition. Yes, and Exhibit C is attached and made a part of this petition. ☐ I/we request a waiver of the requirement to obtain budget and credit counseling prior to filing based on exigent circumstances. (Must attach certification describing.) ☑ No. Information Regarding the Debtor (Check the Applicable Boxes) Venue (Check, any applicable box) Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District. Statement by a Debtor Who Resides as a Tenant of Residential Property Check all applicable boxes.

Check all applicable boxes. Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.) (Name of landlord that obtained judgment) (Address of landlord) Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and

Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the

filing of the petition.

Doc 1 Filed 03/03/06 Entered 03/03/06 11:00:25 Main Document, Page 3 (Official Form 1) (10/05) -brl me of Debtor(s): Voluntary Petition (This page must be completed and filed in every case) **Dana Corporation** Signatures Signature(s) of Debtor(s) (Individual/Joint) Signature of a Foreign Representative I declare under penalty of perjury that the information provided in this petition is I declare under penalty of perjury that the information provided in this petition is true and correct. true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under (Check only one box.) chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by § 1515 of title 11 are attached. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by § 342(b) of the Pursuant to § 1511 of title 11, United States Code, I request relief in Bankruptcy Code. accordance with the chapter o title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is I request relief in accordance with the chapter of title 11, United States attached. Code, specified in this petition. Signature of Debtor (Signature of Foreign Representative) Signature of Joint Debtor (Printed Name of Foreign Representative) Telephone Number (if not represented by attorney) Date Date Signature of Non-Attorney Bankruptcy Petition Preparer Signature of Attorney I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as X/s/ Corinne Ball defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and Signature of Attorney for Debtor have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. § § 110(b), 110(h), and 342(b); and, 93) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting Corinne Ball **Heather Lennox** a maximum fee for services chargeable by bankruptcy petition preparers, I have Richard H. Engman Jones Day given the debtor notice of the maximum amount before preparing any document **North Point** Jones Day for filing for a debtor or accepting any fee from the debtor, as required in that 222 East 41st Street 901 Lakeside Ave. section. Official Form 19B is attached. Cleveland, OH 44114 New York, NY 10017 Tel: (212) 326-3939 Tel: (216) 586-3939 Printed Name and title, if any, of Bankruptcy Petition Preparer Social Security number (If the bankruptcy petition preparer is not an individual, state the social Security number of the officer, principal, responsible person or Date: March 3, 2006 partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.) Signature of Debtor (Corporation/Partnership) Address I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor. The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition. Date X /s/ Teresa Mulawa Signature of Bankruptcy petition Preparer or officer, principal, responsible person, Signature of Authorized Individual or partner whose social security number is provided above. Names and Social Security numbers of all other individuals who prepared or Teresa Mulawa assisted in preparing this document unless the bankruptcy petition preparer is not Printed Name of Authorized Individual an individual:

If more than one person prepared this document, attach additional sheets

and the Federal Rules of Bankruptcy Procedure may result in fines or

A bankruptcy petition preparer's failure to comply with the provisions of title 11

conforming to the appropriate official form for each person.

imprisonment or both 11 U.S.C. § 110; 18 U.S.C. § 156.

Title of Authorized Individual

Date: March 3, 2006

06-10354-brl Doc 1 Filed 03/03/06 Entered 03/03/06 11:00:25 Main Document Pg 4 of 22

Form B1, Exh. A (9/97)

UNITED STATES BANKRUPTCY COURT

Exhibit "A"

SOUTHERN DISTRICT OF NEW YORK				
In re	x : : Chapter 11			
Dana Corporation,	: Case No. 06(_)		
Debtor.	: :			
	X			

Exhibit "A" to Voluntary Petition

- 1. The debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, and the SEC file number is 1-1063.
- 2. The following financial data is the latest available information and refers to the debtor's condition on September 30, 2005 (unless otherwise indicated below).

a. Total assets:

\$7.9 billion

- b. Total debts (including debts listed in 2.c., below): \$6.8 billion
- c. Debt securities (as of March 3, 2006):

Unsecured Notes Issued	Principal Amount Currently Outstanding	Approximate Number of Holders
\$150 million of 6.5% unsecured notes, due March 15, 2008	\$154,550,000.00	21
\$350 million of 6.5% unsecured notes, due March 1, 2009	\$361,501,389.00	77
\$250 million of 10.125% unsecured notes, due March 15, 2010	\$78,279,843.00	16
\$575 million of 9% unsecured notes, due August 15, 2011	\$116,148,326.00	37
€200 million of 9% unsecured notes, due August 15, 2011	\$8,656,450.00	unknown number of holders
\$450 million of 5.85% unsecured notes, due January 15, 2015	\$466,672,500.00	57
\$200 million of 7% unsecured notes, due March 15, 2028	\$170,441,634.00	36
\$400 million of 7% unsecured notes, due March 1, 2029	\$277,743,069.00	54
Total	\$1,633,993,211.00	

The estimated assets and debts indicated herein are estimated on a consolidated basis for the Debtor and its debtor and non-debtor subsidiaries and affiliates (collectively, the "<u>Dana Companies</u>"). The Debtor will file schedules and a statement of financial affairs pursuant to Fed. R. Bankr. P. 1007(c) by a date to be determined by this Court.

d.	Number of shares of preferred stock		0
e.	Number of shares of common stock (as of February 22, 2006)	152,088,404	41,877
	Comments, if any:		

- 3. Brief description of debtor's business: The Dana Companies serve the majority of the world's vehicle manufacturers as leaders in the engineering, manufacturing and distribution of systems and components. With 2004 worldwide sales of approximately \$9 billion, the Dana Companies are one of the world's largest independent suppliers of modules, systems and components for original equipment manufacturers of light, commercial and off-highway vehicles and for related original equipment service customers. The products manufactured and supplied by the Dana Companies are used in cars; vans; sport-utility vehicles; light, medium and heavy trucks; recreational vehicles and motor homes; and a wide range of off-highway vehicles.
- 4. List the names of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor:²

Percentage Ownership	Names	Addresses
7.2%	Brandes Investment Partners, L.P.	11988 El Camino Real
	Brandes Investment Partners, Inc.	Suite 500
	Brandes Worldwide Holdings, L.P.	San Diego, CA 92130
	Charles H. Brandes	
	Glenn R. Carlson	
	Jeffrey A. Busby	
9.99%	Donald Smith & Co., Inc.	152 West 57th Street New York, NY 10019
11.8%	Capital Research and Management Company	333 South Hope Street Los Angeles, CA 90071
13.65%	Lord, Abbett & Co. LLC	90 Hudson Street Jersey City, NJ 07302
6.17%	Gabelli Asset Management, Inc. ³	One Corporate Center Rye, NY 10580

² Current as of February 22, 2006.

Gabelli Asset Management Inc. reported in a Form 13D/A filed with the Securities and Exchange Commission on August 24, 2005 (the "Form 13D/A") that the following reporting persons beneficially owned an aggregate of 9,266,754 shares of Dana stock: Gabelli Funds LLC beneficially owned 2,606,000 shares (with sole voting and dispositive powers for all such shares); Gamco Investors, Inc. beneficially owned 6,632,754 shares (with sole voting powers for 5,853,564 of such shares and sole dispositive powers for all such shares); Gabelli Securities, Inc. beneficially owned 28,000 shares (with sole voting and dispositive power for all such shares). According to the Form 13D/A, other deemed beneficial owners of certain of these shares are Mario J. Gabelli and GGCP, Inc.

SCHEDULE 1

A. All Other Names Used by the Debtor in the last 8 years (including trade names):

Automotive Controls Corp. Boston Weatherhead Division

Chelsea PTO

Clevite Engine Parts Dana Corporation Dana Global Sales

Dana Indiana Corporation
Dana World Trade Corporation
Dana-Racine Corporation

Dana-Spicer, Inc.

Diamond Financial Holdings, Inc Distribution Services Division **Engine Controls Distribution**

Services, Inc.

Findlay Properties, Inc.
Glacier Vandervell
Gresen Hydraulics
Mcquay Norris Export
Muskegon World Trade
Perfect Circle Division
Victor Reinz gaskets
Warner Electric
Wix Filtration

B. Location of Principal Assets of Business Debtor (if different from street address):

The Dana Companies are global enterprises and have significant assets in approximately 25 states and throughout the world.

C. Pending Bankruptcy Cases Filed by Affiliates of the Debtor:

On March 3, 2006, each of the affiliated entities listed below, including the debtor in this chapter 11 case (collectively, the "<u>Debtors</u>"), filed a petition in this Court for relief under chapter 11 of title 11 of the United States Code. Contemporaneously with the filing of their petitions, the Debtors filed a motion requesting that the Court consolidate their chapter 11 cases for administrative purposes only.

- 1. Dakota New York Corp.
- 2. Brake Systems, Inc.
- 3. BWDAC, Inc.
- 4. Coupled Products, Inc.
- 5. Dana Atlantic LLC f/k/a Glacier Daido America, LLC
- 6. Dana Automotive Aftermarket, Inc.
- 7. Dana Brazil Holdings I LLC f/k/a Wix Filtron LLC
- 8. Dana Brazil Holdings LLC f/k/a/ Dana Realty Funding LLC
- 9. Dana Corporation
- 10. Dana Information Technology LLC
- 11. Dana International Finance, Inc.
- 12. Dana International Holdings, Inc.
- 13. Dana Risk Management Services, Inc.
- 14. Dana Technology Inc.
- 15. Dana World Trade Corporation
- 16. Dandorr L.L.C.

- 17. Dorr Leasing Corporation
- 18. DTF Trucking, Inc.
- 19. Echlin-Ponce, Inc.
- 20. EFMG LLC
- 21. EPE, Inc.
- 22. ERS LLC
- 23. Flight Operations, Inc.
- 24. Friction Inc.
- 25. Friction Materials, Inc.
- 26. Glacier Vandervell Inc.
- 27. Hose & Tubing Products, Inc.
- 28. Lipe Corporation
- 29. Long Automotive LLC
- 30. Long Cooling LLC
- 31. Long USA LLC
- 32. Midland Brake, Inc.
- 33. Prattville Mfg., Inc.
- 34. Reinz Wisconsin Gasket LLC
- 35. Spicer Heavy Axle & Brake, Inc.

06-10354-brl Doc 1 Filed 03/03/06 Entered 03/03/06 11:00:25 Main Document Pg 7 of 22

- 36. Spicer Heavy Axle Holdings, Inc.
- 37. Spicer Outdoor Power Equipment Components LLC
- 38. Torque-Traction Integration Technologies, LLC

- 39. Torque-Traction Manufacturing Technologies, LLC
- 40. Torque-Traction Technologies, LLC
- 41. United Brake Systems Inc.

DANA CORPORATION (a Virginia corporation)

CERTIFICATE OF RESOLUTIONS

I, Michael L. DeBacker, the Secretary of Dana Corporation, a Virginia corporation (the "Corporation"), do hereby certify that (a) the following resolutions were adopted by the Board of Directors of the Corporation as of March 3, 2006 in accordance with the requirements of applicable law, and (b) said resolutions have not been amended, modified or rescinded and are in full force and effect as of the date hereof:

"WHEREAS, the Board of Directors of Dana Corporation, a Virginia Corporation (the "Corporation"), has evaluated the Corporation's alternatives in connection with a possible restructuring and has determined that the filing of a voluntary petition (the "Petition") under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") is in the best interests of the Corporation;

"RESOLVED, that the Corporation shall be, and hereby is, authorized to file a Petition for relief under the Bankruptcy Code, in the United States Bankruptcy Court for the Southern District of New York or such other court as the appropriate officer or officers of the Corporation shall determine to be appropriate (the "Bankruptcy Court") and perform any and all such acts as are reasonable, advisable, expedient, convenient, proper or necessary to effect any of the foregoing;

"FURTHER RESOLVED, that the president, the chief executive officer, the chief financial officer, the chief operating officer, any vice president, the secretary and the treasurer of the Corporation (collectively, the "Designated Officers") shall be, and each of them, acting alone, hereby is, authorized, directed and empowered on behalf of, and in the name of, the Corporation to: (a) execute and verify the Petition and all other ancillary documents, and cause the Petition to be filed with the Bankruptcy Court and make or cause to be made prior to execution thereof any modifications to the Petition or ancillary documents as any such Designated Officer, in such officer's discretion, deems necessary or desirable to carry out the intent and accomplish the purposes of these resolutions (such approval to be conclusively established by the execution thereof by such Designated Officer); (b) execute, verify and file or cause to be filed all petitions, schedules, statements, lists, motions, applications and other papers or documents necessary or desirable in connection with the foregoing;

(c) execute and verify any and all other documents necessary or appropriate in connection therewith or to administer the Corporation's chapter 11 case in such form or forms as any such Designated Officer may approve; and (d) cause the Corporation's subsidiaries set forth on Exhibit A hereto to take any action consistent with these resolutions, including the filing of petitions for relief under chapter 11, the retention of professionals and the incurrence of debt by such subsidiaries;

"FURTHER RESOLVED, that the Designated Officers shall be, and each of them hereby is, authorized, directed and empowered to retain, on behalf of the Corporation: (a) Jones Day; (b) AP Services, LLC; (c) Miller Buckfire & Co., LLC; (d) PricewaterhouseCoopers LLP; (e) Ernst & Young LLP; (f) The BMC Group, Inc.; (g) Hunton & Williams LLP; (h) Katten Muchin Rosenman LLP; and (i) such additional professionals, including attorneys, accountants, financial advisors, investment bankers, actuaries, consultants or brokers, in each case as in such officer's or officers' judgment may be necessary in connection with the Corporation's chapter 11 case and other related matters, on such terms as such officer or officers shall approve;

"FURTHER RESOLVED, that the law firm Jones Day and any additional special or local counsel selected by the Designated Officers, if any, shall be, and hereby are, authorized, empowered and directed to represent the Corporation, as debtor and debtor in possession, in connection with any chapter 11 case commenced by or against it under the Bankruptcy Code;

"FURTHER RESOLVED, that the Corporation, as debtor and debtor in possession under chapter 11 of the Bankruptcy Code, shall be, and hereby is, authorized to: (a) enter into a new debtor in possession financing facility and any associated documents and consummate the transactions contemplated therein (collectively, the "Financing Transactions") with such lenders and on such terms as may be approved by any one or more of the Designated Officers, as may be reasonably necessary for the continuing conduct of the affairs of the Corporation; and (b) pay related fees and grant security interests in and liens upon some, all or substantially all of the Corporation's assets, as may be deemed necessary by any one or more of the Designated Officers in connection with the Financing Transactions;

"FURTHER RESOLVED, that: (a) the Designated Officers shall be, and each of them, acting alone, hereby is, authorized, directed and empowered in the name of, and on behalf

CLI-1387117v5 -2-

of, the Corporation, as debtor and debtor in possession, to take such actions and execute and deliver such agreements, certificates, instruments, guaranties, notices and any and all other documents as the Designated Officers may deem necessary or appropriate to facilitate the Financing Transactions (collectively, the "Financing Financing Documents containing Documents"); (b) provisions. conditions, terms, covenants, warranties and representations as may be deemed necessary or appropriate by the Designated Officers are approved; and (c) the actions of any Designated Officer taken pursuant to this resolution, including the execution and delivery of all agreements, certificates, instruments, guaranties, notices and other documents, shall be conclusive evidence of the approval thereof by such officer and by the Corporation;

"FURTHER RESOLVED, that, in addition to the specific authorizations heretofore conferred upon the Designated Officers, each of the officers of the Corporation or their designees shall be, and each of them, acting alone, hereby is, authorized, directed and empowered, in the name of, and on behalf of, the Corporation, to take or cause to be taken any and all such further actions, to execute and deliver any and all such agreements, certificates, instruments, amendments and other documents and to pay all expenses, including filing fees, in each case as in such officer's or officers' judgment shall be necessary or desirable in order fully to carry out the intent and accomplish the purposes of the resolutions adopted herein;

"FURTHER RESOLVED, that all acts lawfully done or actions lawfully taken or to be taken by any officer or officers of the Corporation in connection with the implementation of these resolutions in all respects are hereby ratified, confirmed and approved; and

"FURTHER RESOLVED, that each secretary and any assistant secretary of the Corporation is hereby authorized to certify and deliver, to any person to whom such certification and delivery may be deemed necessary or appropriate in the opinion of such secretary or assistant secretary, a true copy of the foregoing resolutions."

CLI-1387117v5 -3-

06-10354-brl Doc 1 Filed 03/03/06 Entered 03/03/06 11:00:25 Main Document Pg 11 of 22

IN WITNESS WHEREOF, the undersigned has caused this certificate to be executed as of March 3, 2006.

/s/ Michael L. DeBacker
Michael L. DeBacker
Secretary

EXHIBIT A

- Dakota New York Corp.
- 2. Brake Systems, Inc.
- BWDAC, Inc.
- Coupled Products, Inc.
- Dana Atlantic LLC f/k/a Glacier Daido America, LLC
- Dana Automotive Aftermarket, Inc.
- Dana Brazil Holdings I LLC f/k/a Wix Filtron LLC
- Dana Brazil Holdings LLC f/k/a/ Dana Realty Funding LLC
- Dana Information Technology LLC
- 10. Dana International Finance, Inc.
- Dana International Holdings, Inc.
- 12. Dana Risk Management Services, Inc.
- 13. Dana Technology Inc.
- 14. Dana World Trade Corporation
- Dandorr L.L.C. 15.
- 16. Dorr Leasing Corporation
- DTF Trucking, Inc.
- 18. Echlin-Ponce, Inc.
- EFMG LLC 19.
- 20. EPE, Inc.
- 21. ERS LLC
- Flight Operations, Inc. 22.
- 23. Friction Inc.
- 24. Friction Materials, Inc.
- Glacier Vandervell Inc.
- Hose & Tubing Products, Inc.
- 27. Lipe Corporation
- 28. Long Automotive LLC
- Long Cooling LLC Long USA LLC 29.
- 30.
- Midland Brake, Inc.
- Prattville Mfg., Inc.
- Reinz Wisconsin Gasket LLC
- Spicer Heavy Axle & Brake, Inc. 34.
- Spicer Heavy Axle Holdings, Inc.
- Spicer Outdoor Power Equipment Components LLC 36.
- Torque-Traction Integration Technologies, LLC 37.
- Torque-Traction Manufacturing Technologies, LLC
- Torque-Traction Technologies, LLC 39.
- 40. United Brake Systems Inc.

SOUTHERN DISTRICT OF NEW YOR	KK		
	X		
	:		
In re	: Ch	napter 11	
	:		
Dana Corporation,	: Ca	ise No. 06	()
	:		
Debtor.	:		
Dester.	:		
	X		

UNITED STATES BANKRUPTCY COURT

CONSOLIDATED LIST OF CREDITORS HOLDING 50 LARGEST UNSECURED CLAIMS

The debtor in this chapter 11 case and certain affiliated entities (collectively, the "Debtors") each filed a petition in this Court on March 3, 2006 for relief under chapter 11 of title 11 of the United States Code. Contemporaneously with the filing of their petitions, the Debtors filed a motion requesting, among other things, authority to file a consolidated list of the 50 largest unsecured creditors of the Debtors (the "Top 50 List") in lieu of a separate list for each Debtor. The Top 50 List is based on the Debtors' books and records as of approximately February 27, 2006 and was prepared in accordance with Rule 1007(d) of the Federal Rules of Bankruptcy Procedure for filing in the Debtors' chapter 11 cases. The Top 50 List does not include: (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101(31); or (2) secured creditors, unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 50 largest unsecured claims. The information presented in the Top 50 List shall not constitute an admission by, nor is it binding on, the Debtors.

Name of creditor and complete mailing address, including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff	Amount of claim [if secured, also state value of security]
Wilmington Trust Company Rodney Square North 1100 North Market Street Wilmington, DE 19890	Wilmington Trust Company Rodney Square North 1100 North Market Street Wilmington, DE 19890 Corporate Trust Administration Tel: 302-636-6396 Fax: 302-636-4145	BONDS		\$466,672,500.00
Wilmington Trust Company Rodney Square North 1100 North Market Street Wilmington, DE 19890	Wilmington Trust Company Rodney Square North 1100 North Market Street Wilmington, DE 19890 Corporate Trust Administration Tel: 302-636-6396 Fax: 302-636-4145	BONDS		\$361,501,388.95

06-10354-brl Doc 1 Filed 03/03/06 Entered 03/03/06 11:00:25 Main Document Pg 14 of 22

Name of creditor and complete mailing address, including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff	Amount of claim [if secured, also state value of security]
Wilmington Trust Company Rodney Square North 1100 North Market Street Wilmington, DE 19890	Wilmington Trust Company Rodney Square North 1100 North Market Street Wilmington, DE 19890	BONDS	33333	\$277,743,069.18
	Corporate Trust Administration Tel: 302-636-6396 Fax: 302-636-4145			
Wilmington Trust Company Rodney Square North 1100 North Market Street Wilmington, DE 19890	Wilmington Trust Company Rodney Square North 1100 North Market Street Wilmington, DE 19890	BONDS		\$170,441,633.65
	Corporate Trust Administration Tel: 302-636-6396 Fax: 302-636-4145			
Wilmington Trust Company Rodney Square North 1100 North Market Street Wilmington, DE 19890	Wilmington Trust Company Rodney Square North 1100 North Market Street Wilmington, DE 19890	BONDS		\$154,550,000.00
	Corporate Trust Administration Tel: 302-636-6396 Fax: 302-636-4145			
Wilmington Trust Company Rodney Square North 1100 North Market Street Wilmington, DE 19890	Wilmington Trust Company Rodney Square North 1100 North Market Street Wilmington, DE 19890	BONDS		\$116,148,326.00
	Corporate Trust Administration Tel: 302-636-6396 Fax: 302-636-4145			
Wilmington Trust Company Rodney Square North 1100 North Market Street Wilmington, DE 19890	Wilmington Trust Company Rodney Square North 1100 North Market Street Wilmington, DE 19890	BONDS		\$78,279,842.86
	Corporate Trust Administration Tel: 302-636-6396 Fax: 302-636-4145			
TRW Fremont Kingsway 128 River Bend Drive Sevierville, TN 37876-1942	TRW Fremont Kingsway 128 River Bend Drive Sevierville, TN 37876-1942	TRADE		\$10,417,623.54
	Bob Swan Tel: 865-453-0199 Fax: 865-453-0429			
Metaldyne Co. LLC 47659 Halyard Drive Plymouth, MI 48170	Metaldyne Co. LLC 47659 Halyard Drive Plymouth, MI 48170	TRADE		\$9,874,189.50
	Timothy Liuliette Tel: 734-207-6200 Fax: 734-207-6500			
Toyota Tsusho America Inc. 437 Madison Avenue, 29 th Floor New York, NY 10022	Toyota Tsusho America Inc. 437 Madison Avenue, 29 th Floor New York, NY 10022	TRADE		\$9,142,204.22
	Takashi Hasegawa Tel: 212-418-0100 Fax: 212-418-0117			

06-10354-brl Doc 1 Filed 03/03/06 Entered 03/03/06 11:00:25 Main Document Pg 15 of 22

Name of creditor and complete mailing address, including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff	Amount of claim [if secured, also state value of security]
Wilmington Trust Company Rodney Square North 1100 North Market Street Wilmington, DE 19890	Wilmington Trust Company Rodney Square North 1100 North Market Street Wilmington, DE 19890 Corporate Trust Administration	BONDS		\$8,656,450.29
	Tel: 302-636-6396 Fax: 302-636-4145			
US Manufacturing Corp Buena 104 N. Main Street Drive New Providence, IA 50206	US Manufacturing Corp Buena 104 N. Main Street Drive New Providence, IA 50206	TRADE		\$7,889,020.77
	Loran Balvanze Tel: 641-497-5260 Fax: 641-939-7539			
Bruckner Supply Co., Inc. c/o Wesco Receivables P.O. Box 642565 Pittsburgh, PA 15264-2565	Bruckner Supply Co., Inc. c/o Wesco Receivables P.O. Box 642565 Pittsburgh, PA 15264-2565	TRADE		\$5,533,014.43
	Ron Haley Tel: 412-393-8614 Fax: 412-393-8831			
Timken Co. 59 Field Street Torrington, CT 06790-4942	Timken Co. 59 Field Street Torrington, CT 06790-4942	TRADE		\$5,190,986.36
	Jacqueline Dado Tel: 330-438-3000 Fax: 330-471-4388			
Sypris Technologies 2820 W. Broadway Louisville, KY 40211-1219	Sypris Technologies 2820 W. Broadway Louisville, KY 40211-1219	TRADE		\$4,831,382.25
	Jack Kramer Tel: 502-774-6011 Fax: 502-774-6300			
NTN Bearing Corp of America 1600 E. Bishop Ct. Mt. Prospect, IL 60056-7604	NTN Bearing Corp of America 1600 E. Bishop Ct. Mt. Prospect, IL 60056-7604	TRADE		\$4,791,090.42
	Rick Thomas Tel: 847-298-7500 Fax: 847-699-9744			
Nova Tube Indiana LLC 1195 Port Road Jeffersonville, IN 47130-8478	Nova Tube Indiana LLC 1195 Port Road Jeffersonville, IN 47130-8478	TRADE		\$4,230,747.52
	Chuck Yingst Tel: 812-285-9796 Fax: 812-285-8832			
Toyoda Machinery USA Inc. 5932 Commerce Blvd. Morristown, TN 37814-2941	Toyoda Machinery USA Inc. 5932 Commerce Blvd. Morristown, TN 37814-2941	TRADE		\$3,685,085.89
	Toshi Hirokawa Tel: 423-585-0999 Fax: 423-585-2502			

06-10354-brl Doc 1 Filed 03/03/06 Entered 03/03/06 11:00:25 Main Document Pg 16 of 22

Name of creditor and complete mailing address, including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff	Amount of claim [if secured, also state value of security]
Robert Bosch Corporation 38000 Hills Tech Dr. Farmington Hills, MI 48331	Robert Bosch Corporation 38000 Hills Tech Dr. Farmington Hills, MI 48331 Kurt Liedtke Tel: 248-553-9000	TRADE		\$3,417,594.94
Rex Forge Division	Fax: 248-398-1434 Rex Forge Division	TRADE		\$3,378,717.49
355 Atwater Street Plantsville, CT 06479-1653	355 Atwater Street Plantsville, CT 06479-1653 Ronald Fontanella Tel: 860-628-0393	TRADE		33,370,717.17
Macsteel	Fax: 860-621-8971 Macsteel	TRADE		\$3,297,314.73
333 Westchester Ave. White Plains, NY 10604-2910	333 Westchester Ave. White Plains, NY 10604-2910	TRADE		\$3,277,314.73
	Salvatore Purpura Tel: 914-872-2700 Fax: 914-872-2722			
Westport Axle Corp. 12740 Westport Rd., Ste. H Louisville, KY 40245-2121	Westport Axle Corp. 12740 Westport Rd., Ste. H Louisville, KY 40245-2121	TRADE		\$2,634,736.72
	Alexander Van Leyen Tel: 502-425-2103 Fax: 502-425-2508			
Eaton Corporation 10221 Capital Street Oak Park, MI 48237-3103	Eaton Corporation 10221 Capital Street Oak Park, MI 48237-3103	TRADE		\$2,596,861.77
	Rod Machek Tel: 800-527-3851 Fax: 248-398-1434			
Goodyear Tire & Rubber Co. 1144 E. Market Street Akron, OH 44316-0001	Goodyear Tire & Rubber Co 1144 E. Market Street Akron, OH 44316-0001	TRADE		\$2,262,032.95
	Robert Keegan Tel: 330-796-2121 Fax: 330-796-2222			
Worthington Steel Company 100 Worthington Drive Porter, IN 46304-8812	Worthington Steel Company 100 Worthington Drive Porter, IN 46304-8812	TRADE		\$2,210,184.55
	Donald Malenick Tel: 219-929-4000 Fax: 614-438-3256			
AFC Holocroftald 49630 Pontiac Trail Wixom, MI 48393	AFC Holocroftald 49630 Pontiac Trail Wixom, MI 48393	TRADE		\$2,174,000.00
	Karl Heinz Tel: 248-668-4016 Fax: 248-624-3710			
Koyo Corp USA 29570 Clemens Rd. Westlake, OH 44145-1007	Koyo Corp USA 29570 Clemens Rd. Westlake, OH 44145-1007	TRADE		\$2,005,142.61
	Tsutomu Nemoto Tel: 440-835-1000 Fax: 440-835-9347			

06-10354-brl Doc 1 Filed 03/03/06 Entered 03/03/06 11:00:25 Main Document Pg 17 of 22

Name of creditor and complete mailing address, including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff	Amount of claim [if secured, also state value of security]
Advanced Systems & Controls Inc. 23426 Reynolds Ct. Clinton Township, MI 48036- 1240	Advanced Systems & Controls Inc. 23426 Reynolds Ct. Clinton Township, MI 48036-1240 Andrew Zundel Tel: 586-468-5200	TRADE		\$1,967,635.81
Federal Mogul Corporation 26555 Northwestern Highway Southfield, MI 48034	Fax: 586-816-4558 Federal Mogul Corporation 26555 Northwestern Highway Southfield, MI 48034	TRADE		\$1,925,215.21
	Jose Maria Alapont Tel: 248-354-7700 Fax: 248-354-8950			
Wayne Manufacturing Corp. 6505 State Road 205 Laotto, IN 46763-9618	Wayne Manufacturing Corp. 6505 State Road 205 Laotto, IN 46763-9618 Ron Dickerhoof	TRADE		\$1,921,703.53
	Tel: 260-637-5586 Fax: 260-357-4193			
Cannon Automotive Solutions Div. of Electromac Group 1965 Ambassador Dr. Windsor N9C 3R5 Canada	Cannon Automotive Solutions Div. of Electromac Group 1965 Ambassador Dr. Windsor N9C 3R5 Canada Richard A. Buccarelli	TRADE		\$1,858,812.13
	Tel: 519-969-0305 Fax: 519-969-1437			
Mercer Forge Corp. 200 Brown Street Mercer, PA 16137	Mercer Forge Corp. 200 Brown Street Mercer, PA 16137 James Ackerman Tel: 724-662-2750	TRADE		\$1,818,056.40
Wanxiang America Corporation 88 Airport Road Elgin, IL 60123-9324	Fax: 724-662-5642 Wanxiang America Corporation 88 Airport Road Elgin, IL 60123-9324 Pin Ni	TRADE		\$1,779,050.17
	Tel: 847-622-8838			
Bearing Technologies 1141 Jaycox Road Avon, OH 44011-1366	Fax: 847-931-4838 Bearing Technologies 1141 Jaycox Road Avon, OH 44011-1366	TRADE		\$1,705,866.97
	Laszlo Tromler Tel: 440-937-4770 Fax: 440-937-4771			
Excel Polymers LLC 6521 David Industrial Parkway Solon, OH 44139-3549	Excel Polymers LLC 6521 David Industrial Parkway Solon, OH 44139-3549	TRADE		\$1,686,316.87
	Vic March Tel: 440-715-7000 Fax: 440-715-7012			

06-10354-brl Doc 1 Filed 03/03/06 Entered 03/03/06 11:00:25 Main Document Pg 18 of 22

Name of creditor and complete mailing address, including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff	Amount of claim [if secured, also state value of security]
Brunner International Inc. 3959 Bates Road Medina, NY 14103-9705	Brunner International Inc. 3959 Bates Road Medina, NY 14103-9705 Peter Brunner	TRADE		\$1,662,957.98
Toyoda Koki Automotive Torsen NA	Tel: 585-798-6000 Fax: 585-356-8885 Toyoda Koki Automotive Torsen NA Two Jetview Drive	TRADE		\$1,623,086.50
Two Jetview Drive Rochester, NY 14624	Rochester, NY 14624 Toshi Hirokawa Tel: 423-585-0999 Fax: 423-585-2502			
Akebono Corporation 34385 W. Twelve Mile Road Farmington Hills, MI 48331	Akebono Corporation 34385 W. Twelve Mile Road Farmington Hills, MI 48331	TRADE		\$1,617,933.12
Acemco Automotive	Kevin J. Adler Tel: 248-489-7400 Fax: 248-994-7901 Acemco Automotive	TRADE		\$1,610,840.10
7297 Enterprise Drive Spring Lake, MI 48456-9695	7297 Enterprise Drive Spring Lake, MI 48456-9695 Jim Scott			
Parker Hannifin Corporation 6035 Parkland Blvd.	Tel: 231-799-8612 Fax: 231-799-9904 Parker Hannifin Corporation 6035 Parkland Blvd.	TRADE		\$1,606,402.62
Cleveland, OH 44124-4141	Cleveland, OH 44124-4141 Donald Washkewicz Tel: 216-896-3000 Fax: 216-896-4000			
Tratech Inc. 31900 Sherman Avenue Madison Heights, MI 48071- 5605	Tratech Inc. 31900 Sherman Avenue Madison Heights, MI 48071-5605	TRADE		\$1,565,378.88
	Carl Pittner Tel: 248-776-5700 Fax: 248-776-5702			
Bronson Precision Products Div. 4800 S Lapeer Road Lake Orion, MI 48359-1877	Bronson Precision Products Div. 4800 S. Lapeer Road Lake Orion, MI 48359-1877 Daniel Carroll	TRADE		\$1,547,565.14
	Tel: 248-340-9200 Fax: 248-340-9277	TED A DE		61.50/./45.7/
Sanluis Rassini International Inc. 14500 N. Beck Road Plymouth, MI 48170-3383	Sanluis Rassini International Inc. 14500 N. Beck Road Plymouth, MI 48170-3383	TRADE		\$1,506,645.76
	Robert Anderson Tel: 734-454-4904 Fax: 734-454-4914			
Nationwide Precision Products Corp. 200 Tech Park Drive Rochester, NY 14623-2487	Nationwide Precision Products Corp. 200 Tech Park Drive Rochester, NY 14623-2487	TRADE		\$1,479,120.58
	Darren Gillette Tel: 585-272-7100 Fax: 585-272-0171			

06-10354-brl Doc 1 Filed 03/03/06 Entered 03/03/06 11:00:25 Main Document Pg 19 of 22

Name of creditor and complete mailing address, including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff	Amount of claim [if secured, also state value of security]
Lexington Corporate Properties Trust One Penn Plaza, Suite 4015 New York, NY 10119-4015	Lexington Corporate Properties Trust One Penn Plaza, Suite 4015 New York, NY 10119-4015 Patrick Carroll Tel: 212-692-7200	REAL ESTATE		\$1,382,280.49
Metokote Corporation 1340 Neubrecht Road Lima, OH 45801	Fax: 212-594-6600 Metokote Corporation 1340 Neubrecht Road Lima, OH 45801	TRADE		\$1,366,260.47
Haldex Corporation	Jim Knight Tel: 419-996-7800 Fax: 419-996-7801 Haldex Corporation	TRADE		\$1,305,525.44
2222 15 th Street Rockford, IL 61125-1166	2222 15 th Street Rockford, IL 61125-1166 Jay Longbottom Tel: 815-398-4400 Fax: 815-398-5977	IKADL		# 150 00 50 DEC : 11
Freudenberg Nok 47690 E. Anchor Ct. Plymouth, MI 48170-2455	Freudenberg Nok 47690 E. Anchor Ct. Plymouth, MI 48170-2455 Mohsen Sohi Tel: 734-451-0020	TRADE		\$1,295,927.71
Kaiser Aluminum & Chemical Sales I 9700 S. Harlem Avenue Bedford Park, IL 60455-2302	Fax: 734-451-2547 Kaiser Aluminum & Chemical Sales I 9700 S. Harlem Avenue Bedford Park, IL 60455-2302 Michael Ahern Tel: 708-424-2180	TRADE		\$1,254,168.60
Shiloh Corporation 8800 Steel Drive Valley City, OH 44280	Fax: 708-424-6933 Shiloh Corporation 8800 Steel Drive Valley City, OH 44280 Stephen Graham Tel: 330-558-2642 Fax: 330-558-2670	TRADE		\$1,239,762.58

06-10354-brl Doc 1 Filed 03/03/06 Entered 03/03/06 11:00:25 Main Document Pg 20 of 22

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK	
	x
In re	: Chapter 11
Dana Corporation,	: Case No. 06()
Debtor.	· : :
	X
	NG CONSOLIDATED LIST OF ARGEST UNSECURED CLAIMS
of perjury that I have reviewed the foregoing "C	he above-captioned debtor, declare under penalty Consolidated List of Creditors Holding 50 Largest et to the best of my knowledge, information and
Date: March 3, 2006 Signature	/s/ Teresa Mulawa Teresa Mulawa Treasurer

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C. §§ 152 and 3571.

06-10354-brl Doc 1 Filed 03/03/06 Entered 03/03/06 11:00:25 Main Document Pg 21 of 22

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK					
	X				
In re	· :	Chapter 11			
	:				
Dana Corporation,	:	Case No. 06	(_)		
	:				
Debtor.	:				
	:				
	X				

LIST OF EQUITY SECURITY HOLDERS

The Debtor has more than 40,000 holders of its public equity securities. Given the substantial size of this list, the Debtor filed a motion on the Petition Date, pursuant to Bankruptcy Rule 1007(a)(3), requesting a waiver of the requirement to file its equity security holder list with the Court. The Debtor's equity security holder list has been provided to its claims and noticing agent, The BMG Group, Inc.

06-10354-brl Doc 1 Filed 03/03/06 Entered 03/03/06 11:00:25 Main Document Pg 22 of 22

UNITED STATES BANKRUPTCY CO SOUTHERN DISTRICT OF NEW YOR		
	X	
In re	: : C	Chapter 11
Dana Corporation,	: C	Case No. 06()
Debtor.	: :	
DECLARATION REGARDING	LIST OF EQ	UITY SECURITY HOLDERS
I, Teresa Mulawa, Treasure of perjury that I have reviewed the "List of Group, Inc. concurrently herewith and that information and belief.	Equity Securit	•
Date: March 3, 2006 Signa	ture <u>/s/ Tere</u> Teresa M Treasurer	ulawa

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C. §§ 152 and 3571.